31 January 1997

REPORTS & FINANCIAL STATEMENTS

LOWSLEM LIMITED:

REGISTERED OFFICE:

YEAR ENDED:

SECRETARY:

DIRECTORS:

Company Number: 1898603

31 January 1997

Mr D B A Davis

Mrs C Davis

Mr R W Hassett

Mr R E Heath

Suite 15

Challenge House

Sherwood Drive

Bletchley

Milton Keynes MK3 6DP



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REPORT TO THE DIRECTORS

The directors present their report and the financial statements for the year ended 31 January 1997.

DIRECTORS RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- comply with applicable accounting standards subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

REVIEW OF THE BUSINESS

The principal activity of the company continued to be that of letting properties.

Both the level of business and the year end financial position were satisfactory and the directors expect that the present level of activity will be sustained for the foreseeable future.

RESULTS AND DIVIDENDS

The results of the company for the year ended 31 January 1997 are set out in the financial statements on pages 5 to 11.

The directors do not recommend the payment of any dividend.

Retained losses of £8 have been transferred to reserves.

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FIXED ASSETS

Details of changes in fixed assets are given in note 7 to the financial statements.

DIRECTORS

The directors set out below have held office during the whole of the period from 1 February 1996 to the date of this report. The interests of the directors holding office on 31 January 1997 in the shares of the company, according to the register of directors' interests were as shown below:-

Ordinary shares 31.01.97 and 01.02.96

Mr D B A Davis Mrs C Davis Mr R W Hassett (USA) 51

49

Approved by the Board on 12 February 1997 and signed on its behalf by:-

D B A Davis

Director

Director

Secretary

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PROFIT AND LOSS ACOUNT FOR YEAR ENDED 31 JANUARY 1997

	Notes	1997 £	1996 £
TURNOVER	2	36890	30884
Administrative expenses		(42520)	(38155)
OPERATING PROFIT (LOSS)		(5630)	(7271)
Interest receivable		5684	7717
Interest payable and similar charges		(52)	(189)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	2	257
Taxation on profit on ordinary activities	5	(10)	(20)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		(8)	237
Dividends	6	-	-
RETAINED PROFIT FOR THE YEAR	13	(8)	237

The company turnover and expenses all relate to continuing operations.

The company has no recognised gains or losses other than the profit for the year.

The profit for the year has been calculated on the historical cost basis.

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BALANCE SHEET AT 31 JANUARY 1997

	Notes	1997 £	1996 £
FIXED ASSETS			
Tangible assets	7	173000	173000
		Safety.	
CURRENT ASSETS	İ		
Debtors	8	82702	96477
Cash at bank and in hand		106042	86855
		188744	183 332
CREDITORS - AMOUNTS FALLING DUE	9	(31747)	(26327)
WITHIN 1 YEAR			
NET CURRENT ASSETS		156997	157005
TOTAL ASSETS LESS CURRENT		329997	330005
LIABILITIES			
CREDITORS - AMOUNTS FALLING DUE	10	(195346)	(195346)
AFTER MORE THAN ONE YEAR			
NET ASSETS		134651	134659
CAPITAL AND RESERVES			
Called up share capital	12	100	100
Revaluation reserve	13	37279	37279
Profit and loss account	13	97272	97280
SHAREHOLDERS' FUNDS	14	134651	134659

For the year ended 31 January 1997 the company was entitled to exemption from the requirement to have an audit under the provisions of Section 249A(1) of the Companies Act 1985. No notice has been deposited with the company under Section 249B (2) of that Act requiring an audit to be carried out.

The directors acknowledge their responsibility for

a ensuring the company keeps accounting records in accordance with Section 221 of the Companies Act 1985; and

continued ...

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preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of its financial year and of its profit/loss for that financial year in accordance with the requirements of Section 226 of the Companies Act 1985 and which otherwise comply with the accounting requirements of that Act relating to accounts so far as they are applicable to the company.

Approved by the Board on 12 February 1997 and signed on its behalf by:-

D B A Davis

Director

C Davis

Director

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 1997

1 ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable accounting standards.

a Basis of Accounting

The financial statements are prepared under the historical cost convention, modified to include the revaluation of land and buildings.

b Turnover

Turnover represents rents invoiced to customers net of value added tax.

c Investment Properties

Investment properties are included in the financial statements at their open market value.

d Deferred Taxation

Deferred tax is provided in respect of the tax effect of all timing differences, to the extent that it is probable that a liability will crystallise in the foreseeable future, at the rates of tax expected to apply when timing differences reverse.

2 SEGMENTAL INFORMATION

The turnover, profit before taxation and net assets are attributable to the principle activity, that of letting properties. The whole of the turnover is to the UK market.

3 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	1997 £	1996 £
The profit on ordinary activities before taxation is stated:-		
after crediting:-		
Interest receivable	5684	7717
after charging:-		
Auditors remuneration		-
Interest payable on bank overdraft	-	90
Interest payable on overdue value added tax	-	99

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'4 DIRECTORS

The only employees of the company during the year were the directors who received remuneration as follows:-

	1997 £	1996 £
Emoluments		
Salaries	26575	22785

5 TAXATION

	1997 £	1996 £
Based on the profit for the year		
Corporate tax at 24% (1996-25%)	(10)	-
Under provision in respect of prior years	_	(20)
	(10)	(20)

6 DIVIDENDS

	1997 £	1996 £
Ordinary dividends		-

7 TANGIBLE FIXED ASSETS

	Freehold Land & Buildings £
COST OR VALUATION	
At 1 February 1996 and 31 January 1997	173000
ACCUMULATED DEPRECIATION	
At 1 February 1996 and 31 January 1997	-
NET BOOK VALUES	
At 1 February 1996 and 31 January 1997	173000

The cost of the freehold properties included in the above figures was £135721 at 1 February 1996 and 31 January 1997.

The company's freehold properties for revalued professionally during the year ended 31 January 1986 on the basis of the open market value for existing use. The directors consider this value was not significantly different at 31 January 1997 and consequently a further professional valuation has not been obtained.

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8. DEBTORS

	1997 £	1996 £
DUE WITHIN ONE YEAR		
Other debtors		
Amounts owed by related undertakings	81731	94741
Prepayments and accrued income	315	412
Advanced corporation tax recoverable	-	-
Other taxation recoverable	656	1324
	82702	96477

9 CREDITORS (AMOUNTS FALLING DUE WITHIN ONE YEAR)

	1997 £	1996 £
Bank overdraft	-	_
Corporation tax	10	•
Other taxation	808	-
Other creditors	1078	1078
Accruais	29851	25249
Proposed dividends	-	-
	31747	26327

10 CREDITORS (AMOUNTS FALLING DUE ATER MORE THAN ONE YEAR)

	1997 £	1996 £
Directors loan account	195346	195346

The above amount is repayable after five years.

11 PROVISIONS FOR LIABILITIES AND CHARGES

The company has no potential or actual deferred taxation.

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12 SHARE CAPITAL

		Allotted, Issued and fully paid 1997 & 1996
Ordinary shares of £1 each	50000	100

13 RESERVES

	Revaluation Reserve £	Profit & Loss Account £	TOTAL £
At 1 February 1996	37279	97280	134559
Retained profit for the year		(8)	(8)
At 31 January 1997	37279	97272	134551

Of the total amount of reserves £37279 is not available for distribution.

14 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	1997 £	1996 £
Profit (loss) for the financial year	(8)	237
Dividends paid and proposed		
Net addition (reduction) to shareholders' funds	(8)	237
Opening shareholders' funds	134659	134422
Closing shareholders' funds	134651	134659

15 CAPITAL COMMITMENTS

	1997 £	1996 £
Capital expenditure contracted for but not provided for in the financial statements	Nil	Nil
Capital expenditure authorised by the directors but not yet contracted for	Nil	Nil

LOWSLEM LIMITED 31 JANUARY 1997

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31 JANUARY 1997

	1997 £	1996 £
RENTS RECEIVABLE	36890	30884
INTEREST RECEIVABLE	5684	7717
	42574	38601

Less: OVERHEADS

	1997 £	1996 £
ADMINISTRATIVE EXPENSES		
Management charge	5000	5000
Directors remuneration	26575	22785
Rent and rates	7929	7712
Insurance	875	877
Legal and professional fees	2141	1270
Building repairs	-	511

	1997 £.	1996 £
INTEREST PAYABLE AND SIMILAR CHARGES		
Bank interest and charges	52	189

	1997 1996 £ <u>£</u>
NET PROFIT FOR THE YEAR	2 257